IN THE UNITED STATES BANKRUPTCY COURT

FOR	THE	DIS.	TRICT	OF	DEL	AWARE	٤

In re:) Chapter 11
)
W. R. GRACE & CO., <u>et al.</u> ,) Case No. 01-01139 (JJF)
)
Debtors.) Jointly Administered

NOTICE OF APPEARANCE, REQUEST FOR SERVICE OF PAPERS, AND REQUEST FOR MATRIX ENTRY

PLEASE TAKE NOTICE that the undersigned hereby enter their appearance as counsel for Travelers Casualty and Surety Company, f/k/a The Aetna Casualty and Surety Company ("Travelers") pursuant to section 342(a) of title 11 of the United States Code (the "Bankruptcy Code"), 11 U.S.C. §§ 101 et seq., and Rules 2002 and 9010 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), in the captioned cases and request that all notices given or required to be given, and all papers served or required to be served, in these cases, be given to and served on:

MORRIS, NICHOLS, ARSHT & TUNNELL Robert J. Dehney (#3578) Michael G. Busenkell (#3933) 1201 N. Market Street P.O. Box 1347 Wilmington, Delaware 19899-1347 (302) 658-9200 SIMPSON THACHER & BARTLETT Lynn K. Neuner, Esquire 425 Lexington Avenue New York, NY 10017-3954 (212) 455-2696

PLEASE TAKE FURTHER NOTICE that this request includes not only the notices and papers referred to in the Bankruptcy Rules and Bankruptcy Code sections specified above, but also includes, without limitation, all orders, notices, applications, motions, petitions, pleadings, requests, complaints, or demands, schedules and/or statements of affairs, and operating reports, whether formal or informal, whether written or oral, and whether transmitted

or conveyed by mail, courier service, hand delivery, telephone, facsimile transmission, telegraph, telex, or otherwise that (1) affects or seeks to affect in any way any rights or interest of any creditor or party in interest in these cases, with respect to the (a) debtors, (b) property of the debtors' estates, or proceeds thereof, in which the debtors may claim an interest, or (c) property or proceeds thereof in the possession, custody, or control of others that the debtors may seek to use; or (2) requires or seeks to require any act, delivery of any property, payment or other conduct.

PLEASE TAKE FURTHER NOTICE that that neither this Notice of Appearance nor any later appearance, pleading, claim or suit shall waive (1) the rights of Travelers to trial by jury in any proceeding so triable in these cases or any case, controversy, or proceeding related to these cases; or (2) any other rights, claims, actions, defenses, setoffs, or recoupments to which it is or may be entitled under agreements, in law, in equity, or otherwise, all of which rights, claims, actions, defenses, setoffs, and recoupments are expressly reserved.

Dated: September 25, 2001

MORRIS, NICHOLS, ARSHT & TUNNELL

/s/ Michael G. Busenkell Robert J. Dehney (#3578) Michael G. Busenkell (#3933) 1201 N. Market Street P.O. Box 1347 Wilmington, Delaware 19899-1347 (302) 658-9200

Attorneys for Travelers Casualty and Surety Company, f/k/a The Aetna Casualty and Surety Company

OF COUNSEL:

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